

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

AFSHIN MONSEFI, Individually And On Behalf  
of All Others Similarly Situated,

Plaintiff,

VS.

ORION ENERGY SYSTEMS, INC., NEAL R. VERFUERTH, DANIEL J. WAIBEL, THOMAS A. QUADRACCI, MICHAEL J. POTTS, DIANA PROPPER de CALLEJON, JAMES R. CACKLEY, ECKHART G. GROHMANN, PATRICK J. TROTTER, THOMAS WEISEL PARTNERS, LLC, CANACCORD ADAMS, INC., and PACIFIC GROWTH EQUITIES, LCC,

Defendants.

DOCKET NUMBER: 08-cv-01328

HON. RICHARD J. SULLIVAN

(Caption continued on the following page)

**MOTION OF WALTER MILBRATH TO CONSOLIDATE RELATED ACTIONS; TO  
BE APPOINTED LEAD PLAINTIFF; AND TO APPROVE PROPOSED LEAD  
PLAINTIFF'S CHOICE OF COUNSEL**

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JASON ALLEN, Individually And On Behalf of  
All Others Similarly Situated,

Plaintiff,

vs.

ORION ENERGY SYSTEMS, INC., NEAL R.  
VERFUERTH, DANIEL J. WAIBEL, THOMAS  
A. QUADRACCI, MICHAEL J. POTTS,  
DIANA PROPPER de CALLEJON, JAMES R.  
CACKLEY, ECKHART G. GROHMANN,  
PATRICK J. TROTTER, THOMAS WEISEL  
PARTNERS, LLC, CANACCORD ADAMS,  
INC., and PACIFIC GROWTH EQUITIES,  
LCC,

Defendants.

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DOCKET NUMBER: 08-cv-01992

HON. RICHARD J. SULLIVAN

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WILLIAM JENNINGS GOLSTON, Individually  
And On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

ORION ENERGY SYSTEMS, INC., NEAL R.  
VERFUERTH, DANIEL J. WAIBEL, THOMAS  
A. QUADRACCI, MICHAEL J. POTTS,  
DIANA PROPPER de CALLEJON, JAMES R.  
CACKLEY, ECKHART G. GROHMANN,  
PATRICK J. TROTTER, THOMAS WEISEL  
PARTNERS, LLC, CANACCORD ADAMS,  
INC., and PACIFIC GROWTH EQUITIES,  
LCC,

Defendants.

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DOCKET NUMBER: 08-cv-02984

HON. RICHARD J. SULLIVAN

Walter Milbrath (or “Movant”) respectfully moves this Court for an order: (1) consolidating all related actions; (2) appointing Movant as Lead Plaintiff in this action pursuant to Section 27(a)(3)(B) of the Securities Act of 1933 (the "Securities Act"), as amended by Section 101(a) of the Private Securities Litigation Reform Act of 1995 (“PLSRA”); and (3)

approving his selection of the law firm of Kahn Gauthier Swick, LLC, as Lead Counsel for the Class.

Mr. Milbrath makes this Motion on the belief that he is the most “adequate plaintiff” as defined in the PSLRA because:

1. he has the largest financial interest in the relief sought by the Class and has incurred substantial losses in the amount of \$21,000 as a result of his purchases of Orion Energy Systems, Inc. stock pursuant and/or traceable to the December 18, 2007 IPO through February 6, 2008, and
2. he satisfies the typicality and adequacy requirements of Fed. R. Civ. P. Rule 23.

Mr. Milbrath further requests that the Court approve the selection of his counsel, Kahn Gauthier Swick, LLC, (“KGS”), as Lead Counsel for the Class. KGS is a nationally-recognized law firm with significant class action, fraud, and complex litigation experience, and is a firm with the resources to effectively and properly pursue this action.

WHEREFORE, for all of the reasons set forth herein and in the Memorandum of Law and the Miller Declaration submitted herewith, Mr. Milbrath respectfully requests that this Court: (1) consolidate all related actions with the instant case; (2) appoint Mr. Milbrath as Lead Plaintiff pursuant to Section 27(a)(3)(B) of the Securities Act of 1933, as amended by the PSLRA; (3) approve Mr. Milbrath’s selection of Lead Counsel for the Class; and (4) grant such other and further relief as the Court may deem just and proper.

Dated: April 11, 2008

Respectfully submitted,

KAHN GAUTHIER SWICK, LLC

/s/ Kim E. Miller  
Michael A. Swick (MS-9970)  
Kim E. Miller (KM-6996)  
12 East 41<sup>st</sup> Street, 12<sup>th</sup> Floor

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And

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New Orleans, Louisiana 70130  
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*Counsel for Walter Milbrath and Proposed  
Lead Counsel for the Class*

**CERTIFICATE OF SERVICE**

I hereby certify that this Motion was filed through the ECF system and will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF), and paper copies will be sent to those indicated as non-registered participants on April 11, 2008.

/s/ Kim E. Miller  
Kim E. Miller

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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LCC,

Defendants.

DOCKET NUMBER: 08-cv-01328

HON. RICHARD J. SULLIVAN

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(Caption continued on the following page)

**[PROPOSED] ORDER CONSOLIDATING RELATED ACTIONS; APPOINTING LEAD  
PLAINTIFF; AND APPROVING LEAD PLAINTIFF'S CHOICE OF COUNSEL**

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JASON ALLEN, Individually And On Behalf of  
All Others Similarly Situated,

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Defendants.

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DOCKET NUMBER: 08-cv-02984

HON. RICHARD J. SULLIVAN

Having considered the motion of Walter Milbrath to consolidate all related cases, to be appointed Lead Plaintiff, and to approve proposed Lead Plaintiff's choice of counsel, and all papers in support thereof and in opposition thereto, and oral argument, if any, and good cause appearing therefor:

1. The Actions are hereby consolidated;
2. Walter Milbrath is hereby appointed Lead Plaintiff for the Class pursuant to Section 27(a)(3)(B) of the Securities Act of 1933; and
3. The law firm of Kahn Gauthier Swick, LLC is hereby appointed Lead Counsel for Lead Plaintiff and the Class.

IT IS SO ORDERED.

DATED: \_\_\_\_\_

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THE HONORABLE RICHARD J. SULLIVAN  
UNITED STATES DISTRICT JUDGE